

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Goldman Sachs Lending Partners LLC

Name of Transferee

Harbinger Capital Partners Master Fund I, Ltd.

Name of Transferor

Name and Address where notices to transferee should be sent:

Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
30 Hudson Street, 36th Floor
Jersey City, NJ 07302
Attn: Lauren Day
Email: gsd.link@gs.com

Court Claim # (if known): 66653 (amending claim 14213 filed on 9/16/09)

Amount of Claim as Filed: \$264,000,000.00

Amount of Claim Transferred: \$94,500,000.00

(35.8% of amount of claim as filed)

Date Claim Filed: 5/20/10

Debtor: Lehman Brothers Special Financing Inc.

With a copy to:

Richards Kibbe & Orbe LLP
Attn: Managing Clerk
One World Financial Center
New York, NY 10281

Phone: 212-672-2248

Last Four Digits of Acct #: _____

Phone: _____


Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Transferee/Transferee's Agent

Date: _____

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 Y.S.C. §§ 152 & 3571.

EXHIBIT B2

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

Harbinger Capital Partners Master Fund I, Ltd., with offices at c/o Harbinger Capital Partners LLC, 450 Park Avenue, 30th Floor, New York, New York 10022-2637 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to Goldman Sachs Lending Partners LLC, with offices located at Goldman Sachs Lending Partners LLC, c/o Goldman, Sachs & Co., 30 Hudson Street, 36th Floor, Jersey City, NJ 07302, ATTN: Lauren Day ("Buyer"), all right, title and interest in and to a portion in the amount of \$94,500,000 (the "Assigned Claim") of that claim of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC. in the amount of \$264,000,000 based on a certain Termination and Settlement Agreement dated as of May 10, 2010, being one of the claims included in that proof of claim docketed as Claim No. 66653 which amended Claim No. 14213 (the "Proof of Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) jointly administered under Case No. 08-13555. *For the avoidance of doubt, Seller has not assigned any claim included in the Proof of Claim other than the Assigned Claim.*

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Assigned Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Assigned Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Assigned Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 6th day of August, 2010.

Harbinger Capital Partners Master Fund I, Ltd.,
By: Harbinger Capital Partners LLC, its investment
manager

By: Keith M. Hladek
(Signature of authorized corporate officer)

Name: Keith M. Hladek
Title: Authorized Signatory
Tel.: 212.339.5151

Goldman Sachs Lending Partners LLC

By: _____
(Signature of authorized corporate officer)

Name: _____
Title: _____
Tel.: _____

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IN WITNESS WHEREOF, dated as of the 6th day of August, 2010.

Harbinger Capital Partners Master Fund I, Ltd.,
By: Harbinger Capital Partners LLC, its investment
manager

By: _____
(Signature of authorized corporate officer)

Name: _____
Title: _____
Tel.: _____

Goldman Sachs Lending Partners LLC

By: Wendy Myers
(Signature of authorized corporate officer)

Name: Wendy Myers
Title: Authorized Signatory
Tel.: _____